

Hearing Date: October 27, 2005

Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
:  
In re : Chapter 11  
:  
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
:  
Debtors. : (Jointly Administered)  
:  
-----X

PROPOSED FIRST OMNIBUS HEARING AGENDA

Location Of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, Room 601, 6<sup>th</sup> Floor, One Bowling Green, New York, New York 10004-1408

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Continued or Adjourned Matters (11 Matters)
- C. Uncontested, Agreed, or Settled Matters (6 Matters)
- D. Contested Matters (2 Matters)

**B. Continued or Adjourned Matters**

1. **"Interim Compensation"** – Motion For Administrative Order Under 11 U.S.C. § 331 (I) Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals And (II) Setting A Final Hearing Thereon (Docket No. 11)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* None.

*Status:* The portion of this matter pertaining to interim compensation is being adjourned to November 4, 2005. The portion of this matter pertaining to the establishment of a fee committee is being adjourned to November 29, 2005.

2. **"Skadden Retention"** – Application For Order Under 11 U.S.C. §§ 327(a) And 329 And Fed. R. Bankr. P. 2014 And 2016 (I) Authorizing Employment And Retention Of Skadden, Arps, Slate, Meagher & Flom LLP And Affiliates As Attorneys For Debtors-in-Possession And (II) Scheduling A Final Hearing Thereon (Docket No. 47)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* *Interim Order Under 11 U.S.C. §§ 327(a) And 329 And Fed. R. Bankr. P. 2014 And 2016 (I) Authorizing Employment And Retention Of Skadden, Arps, Slate, Meagher & Flom LLP And Affiliates As Attorneys For Debtors-in-Possession And (II) Scheduling A Final Hearing Thereon (Docket No. 274)*

*Status:* *This matter is being adjourned to November 4, 2005.*

3. **"Togut Segal Retention"** – Application For Order Under 11 U.S.C. § 327(a) And Fed. R. Bankr. P. 2014(a) (I) Authorizing Employment And Retention Of Togut, Segal & Segal LLP As Conflicts Counsel For Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 48)

*Response Filed:* *None.*

*Reply Filed:* *None.*

*Related Filing:* *Interim Order Under 11 U.S.C. § 327(a) And Fed. R. Bankr. P. 2014(a) (I) Authorizing The Employment And Retention Of Togut, Segal & Segal LLP As Conflicts Counsel For The Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 275)*

*Status:* *This matter is being adjourned to November 4, 2005.*

4. **"Shearman Retention"** – Application For Order Under 11 U.S.C. § 327(e) And Fed. R. Bankr. P. 2014 (I) Authorizing Employment And Retention Of Shearman & Sterling LLP As Special Counsel To Debtors And (II) Scheduling A Final Hearing Thereon (Docket No. 49)

*Response Filed:* *None.*

*Reply Filed:* *None.*

*Related Filing:* *Interim Order Under 11 U.S.C. § 327(e) And Fed. R. Bankr. P. 2014 (I) Authorizing Employment And Retention Of Shearman & Sterling LLP As Special Counsel To Debtors And (II) Scheduling A Final Hearing Thereon (Docket No. 273)*

*Status:* *This matter is being adjourned to November 4, 2005.*

5. **"Groom Law Group Retention"** – Application For Order Under 11 U.S.C. §§ 327(e) And 1107(a) (I) Authorizing Employment And Retention Of Groom Law Group Chartered As Special Employee Benefits Counsel To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 50)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* Interim Order Under 11 U.S.C. §§ 327(e) And 1107(a) (I) Authorizing Employment And Retention Of Groom Law Group Chartered As Special Employee Benefits Counsel To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 269)

*Status:* This matter is being adjourned to November 4, 2005.

6. **"O'Melveny & Myers Retention"** – Application For Order Under 11 U.S.C. §§ 327(e) And 1107(a) (I) Authorizing Employment And Retention Of O'Melveny & Myers LLP As Special Labor Counsel To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 51)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* Interim Order Under 11 U.S.C. §§ 327(e) And 1107(a) (I) Authorizing Employment And Retention Of O'Melveny & Myers LLP As Special Labor Counsel To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 271)

*Status:* This matter is being adjourned to November 4, 2005.

7. **"FTI Retention"** – Application For Order Under 11 U.S.C. § 327(a) And Fed. R. Bankr. P. 2014 And 2016 (I) Authorizing Employment And Retention Of FTI Consulting, Inc. As Restructuring And Financial Advisors To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 53)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* Interim Order Under 11 U.S.C. § 327(a) And Fed. R. Bankr. P. 2014 And 2016 (I) Authorizing Employment And Retention Of FTI Consulting, Inc. As Restructuring And Financial Advisors To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 268)

*Status:* This matter is being adjourned to November 4, 2005.

8. **"KCC Retention"** – Application For Order Under 28 U.S.C. § 156(c) Authorizing Retention And Appointment Of Kurtzman Carson Consultants LLC As Claims, Noticing, And Balloting Agent For Clerk Of Bankruptcy Court (Docket No. 54)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* Interim Order Under 28 U.S.C. § 156(c) Authorizing Retention And Appointment Of Kurtzman Carson Consultants LLC As Claims, Noticing, And Balloting Agent For Clerk Of Bankruptcy Court (Docket No. 270)

*Status:* This matter is being adjourned to November 4, 2005.

9. **"Ordinary Course Professionals"** – Motion For Order Under 11 U.S.C. §§ 327, 330, And 331 Authorizing Retention Of Professionals Utilized By Debtors In Ordinary Course Of Business (Docket No. 55)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* None.

*Status:* This matter is being adjourned to November 4, 2005.

10. **"Claims Trading"** – Motion For Order Under 11 U.S.C. §§ 105, 362, And 541 And Fed. R. Bankr. P. 3001 Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities (Docket No. 29)

*Responses Filed:* Objection to Debtor's Motion for an Order Under 11 U.S.C. Sections 105, 362 and 541 of the Bankruptcy Code and Fed. R. Bankr. P. 3001 Establishing Notification and Hearing Procedures for Trading in Claims and Securities (Docket No. 76); Appaloosa Management L.P.'s (A) Objection to Debtors' Motion for an Order Under 11 U.S.C. Sections 105, 362 and 541 and Fed. R. Bankr. P. 3001 Establishing Notification and Hearing Procedures for Trading in Claims and Equity Securities or, in the Alternative, (B) Motion for Reconsideration Under Fed. R. Bankr. P. 9023 of Interim Trading Order Dated October 12, 2005 (Docket No. 596)

*Reply Filed:* None.

*Related Filing:* Interim Order Under 11 U.S.C. §§ 105, 362, And 541 And Fed. R. Bankr. P. 3001 Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities (Docket No. 126).

*Status:* This matter is being adjourned to November 29, 2005.

11. **"Rothschild Retention"** – Application For Order Under 11 U.S.C. §§ 327(a) And 328 (I) Authorizing Employment And Retention Of Rothschild Inc. As Financial Advisor And Investment Banker To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 52)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* Interim Order Under 11 U.S.C. §§ 327(a) And 328 (I) Authorizing Employment And Retention Of Rothschild Inc. As Financial Advisor And Investment Banker To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 272)

*Status:* This matter has been scheduled for the hearing on November 29, 2005.

### C. Uncontested, Agreed, or Settled Matters

12. **"Insurance Financing"** – Motion For Order Under 11 U.S.C. §§ 361 And 363(b) And Fed. R. Bankr. P. 4001(c) Authorizing Debtors To Continue Honoring Prepetition Insurance Premium Finance Agreement And Continue Grant Of Security Interest To Insurance Premium Finance Company (Docket No. 44)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* None.

*Status:* An order will be submitted for consideration by the Court.

13. **"HSBC Purchase Card"** – Motion For Order Under 11 U.S.C. §§ 105, 363, 364, And 365(a) Authorizing Debtors To Assume Or Otherwise Take Actions Necessary To Cure And Continue Use Of Purchase Card Agreement And Travel Card Agreement With HSBC Bank USA, National

Association Used For Low-Cost, Business-Related Goods, Services, And Travel (Docket No. 324)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* None.

*Status:* An order will be submitted for consideration by the Court.

14. **"Pacific Rim"** – Motion For Order Under 11 U.S.C. § 365(a) Authorizing Rejection Of Pacific Rim Lease (Docket No. 325)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* None.

*Status:* An order will be submitted for consideration by the Court.

15. **"De Minimis Assets"** – Motion For An Order Under 11 U.S.C. § 363 Approving Procedures To Sell Certain De Minimis Assets Free And Clear Of Liens, Claims, And Encumbrances And To Pay Market Rate Broker Commissions In Connection With Such Sales Without Further Court Approval (Docket No. 327)

*Response Filed:* None.

*Reply Filed:* None.

*Related Filing:* None.

*Status:* An order will be submitted for consideration by the Court.

16. **"Utilities"** – Motion For Interim And Final Orders Under 11 U.S.C. §§ 105, 366, 503, And 507 (I) Prohibiting Utilities From Altering, Refusing, Or Discontinuing Services On Account Of Prepetition Invoices And (II) Establishing Procedures For Determining Requests For Additional Assurance (Docket No. 41)

*Responses Filed:* Objection of SBC Communications Inc. to the Debtors' Motion for Final Order Under 11 U.S.C. §§ 105, 366, 503 and 507 (I) Prohibiting Utilities from

*Altering, Refusing or Discontinuing Services on Account of Prepetition Invoices and (II) Establishing Procedures for Determining Requests for Additional Adequate Assurance (Docket No. 559); Objection of Certain Utility Companies to Motion for Interim and Final Orders Under 11 U.S.C. §§ 105, 366, 503 and 507 (I) Prohibiting Utilities from Altering, Refusing or Discontinuing Services on Account of Prepetition Invoices and (II) Establishing Procedures for Determining Requests for Additional Adequate Assurance (Docket No. 563); Response of Constellation Newenergy, Inc. to Motion for Final Order Under 11 U.S.C. §§ 105, 366, 503 and 507 (I) Prohibiting Utilities from Altering, Refusing or Discontinuing Services on Account of Prepetition Invoices and (II) Establishing Procedures for Determining Requests for Additional Adequate Assurance (Docket No. 568); Objection of AT&T Corp. to Debtors' Motion for an Order Pursuant to Section 366(b) of the Bankruptcy Code Deeming Utilities Adequately Assured of Future Performance (Docket No. 572); Objection of Entergy to Motion of Debtors for Interim and Final Orders Under 11 U.S.C. §§ 105, 366, 503 and 507 (I) Prohibiting Utilities from Altering, Refusing or Discontinuing Services on Account of Prepetition Invoices and (II) Establishing Procedures for Determining Requests for Additional Adequate Assurance (Docket No. 575)*

*Reply Filed:* None.

*Related Filing:* *Interim Order Under 11 U.S.C. §§ 105, 366, 503, And 507 (I) Prohibiting Utilities From Altering, Refusing, Or Discontinuing Services On Account Of Prepetition Invoices (Docket No. 234)*

*Status:* *This matter is being adjourned to November 29, 2005 with respect to AT&T Corp., Entergy Mississippi, Inc., SBC Communications Inc., American Electric Power, Dominion East Ohio, New York State Electrical And Gas Corporation, Niagara Mohawk Power Corporation, Public Services Electric And Gas Company, And Rochester Gas & Electric Corporation. The matter with respect to Constellation Newenergy, Inc. is resolved. With respect to all other parties, a revised order will be submitted for consideration by the Court.*



17. **"Duraswitch"** – Motion For Order Under 11 U.S.C. § 365(a) Authorizing Rejection Of License Agreement With Duraswitch Industries, Inc. (Docket No. 329)

*Response Filed:* *Objection Of Duraswitch Industries, Inc. To Debtors' Motion For An Order Under 11 U.S.C. 365(a) Authorizing Rejection Of License Agreement With Duraswitch Industries, Inc. (Docket No. 629)*

*Reply Filed:* *None.*

*Related Filing:* *None.*

*Status:* *A revised order will be submitted for consideration by the Court.*

**D. Contested Matters**

18. **"Cash Management"** – Motion For Order Under 11 U.S.C. §§ 363 And 553 Authorizing (I) Continued Maintenance Of Existing Bank Accounts, (II) Continued Use Of Existing Cash Management System, (III) Continued Use Of Existing Business Forms, (IV) Preservation And Exercise Of Intercompany Setoff Rights, And (V) Grant Of Administrative Status For Postpetition Intercompany Transactions (Docket No. 24)

*Response Filed:* *Limited Omnibus Objections of Pension Benefit Guaranty Corporation to (A) Interim Cash Management Order and (B) Debtor in Possession Financing Motion (Docket No. 437); Statement Of The Official Committee Of Unsecured Creditors In Response To Debtors' Motion For Order Under 11 U.S.C Section 363 And 553 Authorizing (I) Continued Maintenance Of Existing Bank Accounts, (II) Continued Use Of Existing Cash Management System, (III) Continued Use Of Existing Business Forms, (IV) Preservation And Exercise Of Intercompany Setoff Rights, And (V) Grant Of Administrative Status For Postpetition Intercompany Transactions (Docket No. 639)*

*Reply Filed:* *None.*

*Related Pleading:* *Bridge Order Under 11 U.S.C. §§ 363 And 553 Authorizing (I) Continued Maintenance Of Existing Bank Accounts, (II) Continued Use Of Existing Cash Management System, (III) Continued Use Of Existing Business Forms, (IV) Preservation And Exercise Of Intercompany Setoff Rights, And (V)*

*Grant Of Administrative Status For Postpetition Intercompany Transactions (Docket No. 36); Interim Order Under 11 U.S.C. §§ 363 And 553 Authorizing (I) Continued Maintenance Of Existing Bank Accounts, (II) Continued Use Of Existing Cash Management System, (III) Continued Use Of Existing Business Forms, (IV) Preservation And Exercise Of Intercompany Setoff Rights, And (V) Grant Of Administrative Status For Postpetition Intercompany Transactions (Docket No. 240)*

*Status:* *A revised order will be submitted for consideration by the Court.*

19. **"DIP Financing"** – Motion For Order Under 11 U.S.C. §§ 105, 361, 362, 363, 364(c), 364(d) And 364(e) And Fed. R. Bankr. P. 2002, 4001, And 9014 (I) Authorizing Debtors To Obtain Secured Postpetition Financing On Superpriority Secured And Priming Basis, (II) Authorizing Use Of Cash Collateral, (III) Granting Adequate Protection To Prepetition Secured Lenders, (IV) Granting Interim Relief, And (V) Scheduling A Final Hearing Under Fed. R. Bankr. P. 4001 (b) And (c) (Docket No. 42)

*Responses Filed:*<sup>1</sup>

*a. PBGC:* *Limited Omnibus Objections of Pension Benefit Guaranty Corporation to (A) Interim Cash Management Order and (B) Debtor in Possession Financing Motion (Docket No. 437);*

*b. Prepetition Lenders:* *Objection of Ad Hoc Committee of Prepetition Lenders to Debtors' Motion for Postpetition Financing (Docket No. 553); Response and Reservation of Rights of the Prepetition Agent to the Proposed Adequate Protection for the Prepetition Lenders in the Debtor in Possession Financing Motion (Docket No. 612)*

*c. Aircraft Lessors:* *Objection of Bank of America N.A. to Debtors' Motion for Postpetition Financing*

---

<sup>1</sup> Responses listed in bold were filed after the October 20, 2005 4:00 p.m. (prevailing eastern time) objection deadline established under the *Interim Order Under 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) And 364(e) And Fed. R. Bankr. P. 2002, 4001, And 9014 (I) Authorizing Debtors To Obtain Postpetition Financing, (II) To Utilize Cash Collateral, (III) Granting Adequate Protection To Prepetition Secured Parties And (IV) Scheduling A Final Hearing Under Fed. R. Bankr. P. 4001 (b) And (c)* granted by this Court on October 12, 2005 (Docket No. 164).

*and for Adequate Protection (Docket No. 565);*

*d. Setoff Claimants:*

*Limited Objection by Robert Bosch Corporation and Affiliates to Financing Motion and Interim DIP Financing Order, and Request by Bosch for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 428); Limited Objection of Mercedes-Benz International, Inc. to Debtors' Motion for an Order Authorizing Debtors to Obtain Post-Petition Financing and for Related Relief (Docket No. 435); Limited Objection of Venture Plastics, Inc. to Financing Motion and Interim DIP Financing Order, and Request by Venture Plastics, Inc. for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 436); Limited Objection by Calsonic Kansei North America, Inc. to Financing Motion and Interim DIP Financing Order (Docket No. 442); Limited Objection of DaimlerChrysler Corporation to Interim DIP Financing Order (Docket No. 450); Limited Objection by Decatur Plastic Products, Inc. to Financing Motion and Interim DIP Financing Order, and Request by Decatur for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 451); Limited Objection of Gibbs Die Casting Corporation to Motion For Order Under 11 U.S.C. §§ 105, 361, 362, 363, 364(c), 364(d) And 364(e) And Fed. R. Bankr. P. 2002, 4001, And 9014 (I) Authorizing Debtors To Obtain Secured Postpetition Financing On Superpriority Secured And Priming Basis, (II) Authorizing Use Of Cash Collateral, (III) Granting Adequate Protection To Prepetition Secured Lenders, (IV) Granting Interim Relief, And (V) Scheduling A Final Hearing Under Fed. R. Bankr. P. 4001 (b) And (c), and Request for Adequate Protection of Pre-Petition Setoff and Statutory Lien Rights (Docket No. 455); Limited Objection by Lorentson Manufacturing Company, Inc. to Financing Motion and Interim DIP Financing Order,*

*and Request by Lorentson for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 458); Limited Objection of Autocam Corporation to Motion For Order Under 11 U.S.C. §§ 105, 361, 362, 363, 364(c), 364(d) And 364(e) And Fed. R. Bankr. P. 2002, 4001, And 9014 (I) Authorizing Debtors To Obtain Secured Postpetition Financing On Superpriority Secured And Priming Basis, (II) Authorizing Use Of Cash Collateral, (III) Granting Adequate Protection To Prepetition Secured Lenders, (IV) Granting Interim Relief, And (V) Scheduling A Final Hearing Under Fed. R. Bankr. P. 4001 (b) And (c) (Docket No. 459); Limited Objection by Lorentson Manufacturing Company Southwest, Inc. to Financing Motion and Interim DIP Financing Order, and Request by Lorentson for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 461); **Limited Objection of Ford Motor Company to Interim Order Under 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) And 364(e) And Fed. R. Bankr. P. 2002, 4001, And 9014 (I) Authorizing Debtors To Obtain Postpetition Financing, (II) To Utilize Cash Collateral, (III) Granting Adequate Protection To Prepetition Secured Parties And (IV) Scheduling A Final Hearing Under Fed. R. Bankr. P. 4001 (b) And (c) (Docket No. 495); Joinder in Limited Objections to Financing Motion and Interim DIP Financing Order, and Request by Freescale Semiconductor, Inc. for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 501); Joinder by Nissan North America, Inc. to Certain Responses in Opposition to the Motion of the Debtors Seeking Postpetition Financing (Docket No. 503); Joinder of Fujikura America, Inc. in Limited Objection to financing Motion and Interim DIP Financing Order, and Request by Fujikura America, Inc. for Adequate Protection for Pre-Petition Setoff Rights***

*(Docket No. 506); Joinder of Murata Electronics North America Inc. in Limited Objections to Financing Motion and Interim DIP Financing Order, and Request by Murata Electronics North America, Inc. for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 507); Joinder of Flextronics International Asia-Pacific Ltd. and Flextronics Technology (M) SDN. BHD. In Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights as well as Preservation of Reclamation Rights (Docket No. 511); Joinder of Multek Flexible Circuits, Inc., Sheldahl de Mexico S.A. de C.V., and Northfield Acquisition Co. in Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights as well as Preservation of Reclamation Rights (Docket No. 512); Limited Objection of Omega Tool Corp., L&W Engineering Co., Southtec, LLC, DOTT Industries, Inc., ALPS Automotive, Inc., Pioneer Automotive Technologies, Inc., Lakeside Plastics Limited, Android Industries, Inc., Ai-Doraville, LLC, and Ai-Genesee, LLC to Entry of a Final Order Authorizing Postpetition Financing and the Use of Cash Collateral, and Granting Adequate Protection (Docket No. 551); Limited Objection of Honda Entities to Financing Motion and Interim and/or Final DIP Financing Order (Docket No. 577); Joinder of Osram Opto Semiconductors Inc. in Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights as well as Preservation of Reclamation Rights (Docket No. 589); Limited Objection of the Worthington Steel Company and Worthington Steel of Michigan, Inc. to Financing Motion and*

*Interim and/or Final DIP Financing Order (Docket No. 590); Joinder of Hitachi Automotive Products (USA), Inc. in Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights as well as Preservation of Reclamation Rights (Docket No. 591); Joinder of National Molding Corp. and Security Plastics Division/NMC, LLC in Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights as well as Preservation of Reclamation Rights (Docket No. 600); Joinder of Arneses Electronics Automotrices, S.A. DE C.V. and Cordaflex, S.A. de C.V. in Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights as well as Preservation of Reclamation Rights (Docket No. 619); Request of Ford Motor Company for Different Adequate Protection Pursuant to Paragraph 18 of the Interim Order Under 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) And 364(e) And Fed. R. Bankr. P. 2002, 4001, And 9014 (I) Authorizing Debtors To Obtain Postpetition Financing, (II) To Utilize Cash Collateral, (III) Granting Adequate Protection To Prepetition Secured Parties And (IV) Scheduling A Final Hearing Under Fed. R. Bankr. P. 4001 (b) And (c) (Docket No. 623); Objection to Motion for DIP Financing and Interim DIP Financing Order and Request for Adequate Protection for Pre-Petition Setoff Rights as well as Preservation of Reclamation Rights filed by Neuman Aluminum Automotive, Inc. and Neuman Aluminum Impact Extrusion, Inc. (Docket No. 631); Joinder of Magna International, Inc. and Certain of its Affiliates in Limited Objection of Omega Tool Corp., L&W Engineering Co.,*

*Southtec, LLC, Dott Industries, Inc., Alps Automotive, Inc., Pioneer Automotive Technologies, Inc., Lakeside Plastics Limited, Android Industries, Inc., Ai-Doraville, LLC, and Ai-Genesee, LLC to Entry of a Final Order Authorizing Postpetition Financing and the Use of Cash Collateral, and Granting Adequate Protection (Docket No. 632); Limited Objection of A. Schulman, Inc. to Financing Motion and Interim and/or Final DIP Financing Order (Docket No. 634); Joinder of Textron Fastening Systems, Inc. in Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights as Well as Preservation of Reclamation Rights (Docket No. 643); Joinder of ARC Automotive, Inc. in Limited Objections to DIP Financing Motion and Interim DIP Financing Order and Request for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 646); Amended Joinder of Fujikura America, Inc. in Limited Objections to Financing Motion and Interim DIP Financing Order, and Request by Fujikura America, Inc. for Adequate Protection for Pre-Petition Setoff Rights and Preservation of Reclamation Rights (Docket No. 648); Amended Joinder of Murata Electronics North America, Inc. in Limited Objections to Financing Motion and Interim DIP Financing Order, and Request by Fujikura America, Inc. for Adequate Protection for Pre-Petition Setoff Rights and Preservation of Reclamation Rights (Docket No. 649); Joinder of XM Satellite Radio Inc. in Limited Objections to DIP Financing Motion and Interim DIP Financing Order, and Request for Adequate Protection for Pre-Petition Setoff Rights (Docket No. 651); General Motors Corporation's Conditional Objection to Debtors' Request for Final Order Granting*

*Adequate Protection to Prepetition Lenders  
by Priming Setoff Rights (Docket No. 658)*

*e. Official Committee Of Unsecured Creditors:*

*Statement Of The Official Committee Of  
Unsecured Creditors In Response To  
Debtors' Motion For Order Under 11 U.S.C.  
Section 105, 361, 362, 363, 364(c), 364(d),  
And 364(e) And Fed. R. Bankr. P. 2002, 4001,  
And 9014 (I) Authorizing Debtors To Obtain  
Secured Postpetition Financing On  
Superpriority Secured And Priming Basis, (II)  
Authorizing Use Of Cash Collateral, (III)  
Granting Adequate Protection To  
Prepetition Secured Lenders, (IV) Granting  
Interim Relief, And (V) Scheduling A Final  
Hearing Under Fed. R. Bankr. P. 4001(b)  
And (c) (Docket No. 641)*

*Reply Filed: Debtors' Omnibus Reply To Objections To DIP  
Financing Motion (Undocketed)*

*Related Pleading: Bridge Order Under 11 U.S.C. §§ 105, 361, 362, 363,  
364(c), 364(d) And 364(e) And Fed. R. Bankr. P.  
2002, 4001, And 9014 (I) Authorizing Debtors To  
Obtain Secured Postpetition Financing On  
Superpriority Secured And Priming Basis, (II)  
Authorizing Use Of Cash Collateral, (III) Granting  
Adequate Protection To Prepetition Secured  
Lenders, (IV) Granting Interim Relief, And (V)  
Scheduling A Final Hearing Under Fed. R. Bankr. P.  
4001 (b) And (c) (Docket No. 46); Objection of Bank  
of America Leasing & Capital, LLC to Debtors'  
Motion for Postpetition Financing and for Adequate  
Protection (Docket No. 70); Limited Objection of Ad  
Hoc Committee of Prepetition Secured Lenders to  
Debtors' Motion for Postpetition Financing (Docket  
No. 101); Interim Order Under 11 U.S.C. §§ 105,  
361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1)  
And 364(e) And Fed. R. Bankr. P. 2002, 4001, And  
9014 (I) Authorizing Debtors To Obtain Postpetition  
Financing, (II) To Utilize Cash Collateral, (III)  
Granting Adequate Protection To Prepetition  
Secured Parties And (IV) Scheduling A Final  
Hearing Under Fed. R. Bankr. P. 4001 (b) And (c)  
(Docket No. 164)*



*Status: The hearing with respect to this matter will go forward.*

Dated: New York, New York  
October 26, 2005

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: \_\_\_\_\_  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700

- and -

By: \_\_\_\_\_  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)  
Four Times Square  
New York, New York 10036  
(212) 735-3000

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession